

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AUTHENTIC BRANDS GROUP, LLC, ABG-SI
LLC, and ABG INTERMEDIATE HOLDINGS 2
LLC,

Plaintiffs,

v.

THE ARENA GROUP HOLDINGS, INC. and
MANOJ BHARGAVA,

Defendants.

THE ARENA GROUP HOLDINGS, INC.,

Counter & Third-Party Plaintiff,

v.

AUTHENTIC BRANDS GROUP, LLC, ABG-SI
LLC, and ABG INTERMEDIATE HOLDINGS 2
LLC,

Counter Defendants,

and

SPORTORITY INC., d/b/a MINUTE MEDIA,

Third-Party Defendant.

DECLARATION OF YONATON ARONOFF, ESQ.

Yonaton Aronoff, Esq., an attorney duly admitted to practice law before the courts of the State of New York and this Court, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury that the following is true and correct:

1. I am a member of the Bar of this State and an attorney with the law firm Harris St. Laurent & Wechsler LLP, attorneys for Defendant, Counterclaimant, and Third-Party Plaintiff The Arena Group Holdings, Inc. (“Arena”) in the above-referenced matter. I am fully familiar with the facts set forth herein. I submit this declaration in support of Arena’s opposition to Plaintiffs and Counter Defendants Authentic Brands Group, LLC (“Authentic Brands”), ABG-SI LLC (“ABG-SI”), and ABG Intermediate Holdings 2 LLC (“ABG-IH2,” together with Authentic Brands and ABG-SI, “ABG” or “Plaintiffs”) motion to dismiss Arena’s Counterclaims and Third-Party Complaint (the “TPC”)

2. Attached as Exhibit A is a true and correct copy of Arena’s Form 8-K filing with the Securities and Exchange Commission (“SEC”) dated January 19, 2024 as filed by Plaintiffs as Exhibit 5 to their Complaint (ECF 1-5).

3. Attached as Exhibit B is a true and correct copy of Arena’s Form 8-K filing with the SEC dated February 14, 2024 as filed by Plaintiffs as Exhibit 6 to their Complaint (ECF 1-6).

4. Attached as Exhibit C is a true and correct copy of ABG’s January 3, 2024 Notice of Breach to Arena.

5. Attached as Exhibit D is a true and correct copy of ABG’s January 2018, 2024 Notice of Termination to Arena.

6. Attached as Exhibit E is a true and correct copy of Arena’s Form 10-Q filing with the SEC dated August 19, 2024

7. Attached as Exhibit F is a true and correct copy of the Licensing Agreement between TheMaven, Inc. and ABG-SI LLC dated June 14, 2019 with redactions as filed by Plaintiffs as Exhibit 1 to their Complaint (ECF 1-1).

8. Attached as Exhibit G is a true and correct copy of an Arena Publisher Partner Agreement, which has been redacted pursuant to the Court's October 15, 2024 Order granting Arena's motion to seal (ECF No. 73).

9. Attached as Exhibit H is a true and correct copy of an email between Hillary Drezner, Michael Sherman, Matthew Lombardi, and Mara Milam dated March 14, 2024 regarding Swimsuit and SI Kids.

DATED: October 15, 2024
New York, New York

/s/ Yonaton Aronoff

Yonaton Aronoff